

RECORDATION NO. 14449 K FILED

AUG 26 '03 12-14 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

August 25, 2003

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Termination of Lease, dated August 22, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease which was previously filed with the Commission under Recordation Number 14449-B.

The names and addresses of the parties to the enclosed document are:

Owner Trustee/
Lessor:

U.S. Bank National Association
(successor in interest to
State Street Bank and
Company of Connecticut, N.A)
One Federal Street
Boston, MA 02110

[Lessee

Union Pacific Railroad Company
(successor in interest to
St. Louis Southwestern Railway Company)
1416 Dodge Street
Omaha, NE 68179]

Mr. Vernon A. Williams
August 25, 2003
Page Two

A description of the railroad equipment covered by the enclosed document is:

6 locomotives within the series SSW 7250 – SSW 7273

A short summary of the document to appear in the index follows:

Partial Termination of Lease

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a stylized flourish extending to the right.

Robert W. Alvord

RWA/anr
Enclosures

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PARTIAL TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

The undersigned, U.S. Bank National Association (U.S. Bank), successor in interest to State Street Bank and Trust Company of Connecticut, National Association, successor in interest to The Connecticut Bank and Trust Company, National Association Lessor, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby acknowledge the termination of the Lease of Railroad Equipment, dated as of September 1, 1984 (the "Lease"), with Union Pacific Railroad Company, successor by merger to St. Louis Southwestern Railway Company, Lessee.

The Lease was duly recorded with the Interstate Commerce Commission (now the Surface Transportation Board) on October 15, 1984 at 2:50 p.m. under Recordation Number 14449-B.

This Partial Termination of Lease is limited to the railroad equipment identified on Schedule A attached hereto.

IN WITNESS WHEREOF, State Street has caused this instrument to be executed by its officer thereunto duly authorized this 22 day of August, 2003.

U.S. BANK NATIONAL ASSOCIATION
not in its individual capacity, but solely as
Owner Trustee, Lessor

By: Julie A. Balerna

Name: Julie A. Balerna
Assistant Vice President

Title: _____

COMMONWEALTH OF MASSACHUSETTS)
) ss:
COUNTY OF SUFFOLK)

On this 22 day of August, 2003, before me personally appeared Julie A. Balerna to me personally known, who, being by me duly sworn, said that he/she is a Assistant Vice President of U.S. Bank National Association, that he/she is authorized to execute the foregoing instrument on behalf of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of foregoing instrument was the free act and deed of the corporation.

Maria I. Arguello
NOTARY PUBLIC

My commission expires:

MARIA I. ARGUELLO
NOTARY PUBLIC
MY COMMISSION EXPIRES
SEPTEMBER 9, 2005

SCHEDULE A
(Rec. No. 14449)

Six (6) GP 40-2 Locomotives

SSW 7250
SSW 7262
SSW 7263
SSW 7266
SSW 7269
SSW 7273